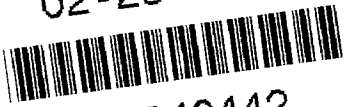


2/17/5

02-28-2005

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

DEPARTMENT OF COMMERCE
Patent and Trademark Office



102949442
ONLY

RECORD
TRAD

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

North Coast Processing, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

Citizenship (see guidelines) Pennsylvania

Execution Date(s) February 11, 2005

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: E.D. Smith USA Inc.

Internal Address: _____

Street Address: 11160 Parkway Drive

City: North East

State: Pennsylvania

Country: USA Zip: 16428

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Pennsylvania
 Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
78/398,589
78/529,808

B. Trademark Registration No.(s)
2,794,362

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
78/398,589 CLASSIC SENSATIONS, 78/529,808 DEN , and
2,794,362 GARDEN GOODNESS

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: James R. Meyer, Esquire

Internal Address: Schnader Harrison Segal & Lewis

Street Address: 1600 Market Street
Suite 3600

City: Philadelphia

State: PA Zip: 19103

Phone Number: 215-751-2622

Fax Number: 215-972-7677

Email Address: jmeyer@schnader.com

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$90.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature: February 15, 2005
Signature Date

James R. Meyer, Esquire
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 6

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

OPR/FINANCE
FEB 17 AM 8:03

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02/28/2005 EQUIPER
01 FC:6521
02 FC:6522

TRADEMARK
REEL: 003128 FRAME: 0155

ASSIGNMENT OF TRADEMARKS

WHEREAS, North Coast Processing, Inc. a corporation organized under the laws of the Commonwealth of Pennsylvania, having offices at 11160 Parkway Drive, North East, PA 16428 (hereinafter referred to as the "Assignor") has adopted, owns and is using the trademarks/service marks which are registered in the United States Trademark Office with the registration numbers listed on the attached Exhibit A (the "Marks"); and

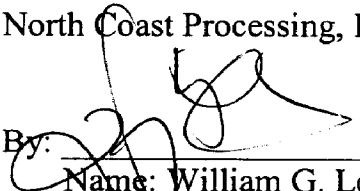
WHEREAS, E.D. Smith USA Inc., a corporation organized under the laws of the Commonwealth of Pennsylvania, having offices at 11160 Parkway Drive, North East, PA 16428 (hereinafter referred to as the "Assignee") desires to acquire and has agreed to acquire the entire right, title and interest in and to the Marks, including all of the goodwill of the business in connection with which the Marks are used.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns, transfers and sets over unto Assignee, its successors and assigns, the entire right, title and interest in and to the Marks, the goodwill of the business in connection with which the Marks are used and symbolized by the Marks, and the right to recover for past infringements of the Marks, to have and to hold the same as fully and completely as the same might have been held by the Assignor had this assignment not been made.

Assignor agrees to take all lawful acts which Assignee may deem advisable or necessary in order to render this assignment fully effective and to register and enforce the rights conveyed hereby, including without limitation, execution of lawful documents, and cooperation in production of evidence and giving of testimony in connection with proceedings to enforce the rights conveyed hereby.

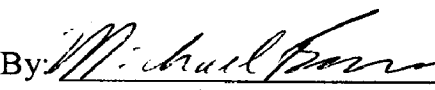
This Assignment is made and is effective as of February 11th, 2005.

ASSIGNOR
North Coast Processing, Inc.

By: 
Name: William G. Lewis
Title: President / CEO

Date: February 11, 2005

ASSIGNEE
E.D. Smith USA Inc.

By: 
Name: Michael Burrows
Title: President and CEO

Date: February 11, 2005

EXHIBIT A TO ASSIGNMENT OF TRADEMARKS

Mark	Serial No.	App Date	Registration. No	Registration Date
CLASSIC SENSATIONS	78/398,589	04/08/2004		
DEN	78/529,808	12/09/2004		
GARDEN GOODNESS	76/486,614	02/03/2003	2,794,362	12/16/2003